IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION

COMPANY PETITION NO.24 OF 2006
CONNECTED WITH
COMPANY APPLICATION NO.15 OF 2006

In the matter of the Companies Act I of 1956 :

And

In the matter of Section 391 to 394 of the Companies Act, 1956 ;

And

In the matter of Scheme of Amalgamation of Forbes Marshall Controls Pvt. Ltd. with Forbes Marshall Pvt. Ltd.

Forbes Marshall Controls Pvt. Ltd. ....Petitioner

Mr.Hemant Sethi for the Petitioner.

Mr.C.J. Joy with Mr.R.C. Master & Mr.M.M. Goswami i/b Dr.T.C. Kaushik for Regional Director, Department of Company Affairs Maharashtra, Mumbai.

Mrs.K.V. Gautam, Deputy Official Liquidator present.

**CORAM : S.J. VAZIFDAR, J.**
**DATED : 3RD MARCH, 2006.**

P.C. :

1. This is a Petition for sanction of a scheme of amalgamation of the Petitioner company with Forbes Marshall Pvt. Ltd. The Petitioner is a 100% subsidiary of the transferee company. In the

circumstances in view of the judgment in the case of - *Mahaamba Investments Ltd. v. IDI Ltd. 2001 (Vol.105) Company Cases, 16,* the transferee company has not filed a Petition for sanction of the said scheme.

2. The Official Liquidator in his report stated that the affairs of the transferor company have not been conducted in a manner prejudicial to the interest of its members or to the public interest. The Regional Director in his affidavit stated that the scheme is not prejudicial to the interest of the creditors and the shareholders.

3. The Petition is made absolute in terms of prayers (a) to (j).

4. Costs of the Regional Director and the Official Liquidator fixed at Rs.2500/- each.

. Filing of the drawn up order is dispensed with.

. Certified copy expedited.